

**189—3.3 (533) Board of directors and membership approval.**

**3.3(1)** Any conversion proposal may be approved by the board of directors only upon the affirmative vote of a majority of the board. The board shall then set a date for a vote on the proposal by the members of the credit union and select the method of voting by a favorable vote of a majority of the board, according to the provisions of Iowa Code section 533.203.

**3.3(2)** The membership shall approve the proposal to convert by the affirmative vote of a majority of those members who vote on such proposal. Each eligible member shall have one vote regarding the conversion proposal.

**3.3(3)** The vote of the members to convert shall be in the manner prescribed in this chapter.

**3.3(4)** The board of directors shall notify the superintendent of any proposed conversion within three days of an affirmative vote by the board on a conversion proposal. The board shall also notify the superintendent of any abandonment or disapproval of the conversion by the members or by the recipient chartering authority, the National Credit Union Administration, or applicable federal deposit insurer within seven days of a membership vote to abandon or disapprove the conversion, receipt of disapproval by a chartering authority, or other decision to abandon the conversion.

**3.3(5)** Prior to completion of any conversion, the board shall supply the superintendent a certified affidavit of compliance with these rules.

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